

**MANSFIELD DOWNTOWN PARTNERSHIP  
BOARD OF DIRECTORS  
SPECIAL MEETING  
GOVERNANCE TASK FORCE  
Tuesday, August 16, 2016  
Mansfield Downtown Partnership Office  
23 Royce Circle**

**9:30 AM**

**MINUTES**

Present: Steve Bacon, and Betsy Paterson

Staff: Cynthia van Zelm

Guest: Francine Christiansen with Christiansen Consulting

**1. Call to Order**

Steve Bacon called the meeting to order at 9:30 am.

**2. Proposed Structural Changes to the Board of Directors and Committees**

Francine Christiansen suggested bringing some preliminary suggestions about the make-up of the Board of Directors and a review of committees to the Partnership Board of Directors at its September meeting.

She suggested that the Governance Task Force be the entity that recommends additional task forces. Ms. Christiansen recommended that the Governance Task Force meet for a year before it morphs into a committee.

The group discussed various people to ask to serve on the Governance Task Force and other task forces (Finance and Growth, and Positioning are being proposed). The group also discussed areas where Board members could assist moving forward.

The Task Force will recommend that the number of Board members be reduced to 13 to 15 Board members – up to three recommended by the President of UConn; up to three appointed by the Town Council; up to eight directors elected by the Partnership membership at least two of which should be from the Downtown Storrs community; and one enrolled UConn student.

There are also currently three members on the Board from the Mansfield Business and Professional Association (MBPA) with MBPA Chair Bonnie Kumiega serving as ex-officio on the Board. The goal would be to have a greater number of elected positions including those from the Storrs Center business community. The proposal would be to eliminate the representation from the MBPA.

No Board members would leave the Board to arrive at the 13 to 15 Board members but by attrition and not filling positions, the Board would be able to arrive at the requisite number of Board members.

### **3. Proposed Bylaw Changes**

In addition to the proposed Bylaws change above, the Task Force discussed reviewing changing the Board quorum requirements as it can be difficult to secure a quorum; maintaining the ability for Board members to vote remotely but not electronically; and continuing posting meeting agendas and minutes to meet the Connecticut requirements for an open meeting.

### **4. Adjourn**

The meeting adjourned at 11 am.

*Minutes taken by Cynthia van Zelm.*